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AZ CORP COMMISSION
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December 29, 2008

Docket Control
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007.Arizona Corporation Commission
DOCKETED

JAN - 5 2009

RE: T-03253A-08-0290

DOCKETED BY	
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Notice of Termination of Indirect Transfer of Control of U.S. South
Communications, Inc. to First Data Corporation

Dear Sir:

In June 2008, we advised you regarding the planned indirect transfer of control of U.S. South Communications, Inc. d/b/a U.S. South and d/b/a INCOMM ("U.S. South") and First Data Corporation ("First Data"). We are hereby advising you of the termination of those plans.

First Data and InComm have mutually agreed to terminate the planned acquisition of InComm, U.S. South's parent company, which included a transfer of control of U.S. South to First Data. Instead, First Data and InComm have signed a distribution agreement and will continue to support their joint customers with prepaid card processing, program management and a distribution network that allows First Data and merchants to sell prepaid products in InComm prepaid card malls. This distribution agreement does not relate to or involve U.S. South. The joint press release may be viewed at www.incomm.com/news.do.

US South's customers will not be affected by this action and all customers are being notified regarding this change. U.S. South will continue to provide resold intrastate long distance services to small and large businesses, as well as residential customers under its existing Colorado authority. US South will also continue to provide the same services under the same name to its existing customers and will be accessible by customers and the Commission at the same contact numbers as always.

U.S. South is filing this letter as a courtesy to advise the Commission that the proposed indirect transfer of control has been terminated and to ensure the continuing accuracy of the Commission's records. All of the contact information currently on file with the Commission for



250 Williams St.
Ste. 2360
Atlanta GA 30303

U.S. South will remain the same.

The original and 13 copies are enclosed. Please acknowledge receipt of this filing by date stamping and returning the extra copy in the self addressed envelope provided.

Should you have any questions regarding this notification, please do not hesitate to contact either Bobbi Ferguson, our regulatory consultant at 205-909-3783 or via email to bobbi.vcs@comcast.net.

Yours truly

A handwritten signature in black ink, appearing to be "M. Gruenhut", written over a horizontal line.

Michael D. Gruenhut
General Counsel
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